MARVEL COMICS
MAR '97 7
2099
WORLD OF TOMORROW
SPIDER-MAN
CAUGHT!
THE PHALANX INVASION TRIUMPHANT
DIRECT EDITION
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$2.50 US $3.50 CAN

AFTER A CENTURY-LONG ABSENCE, THE EXTRA-TERRESTRIAL, TECHNO-ORGANIC COLLECTIVE CONSCIOUSNESS KNOWN AS THE PHALANX HAS RETURNED TO THE SOL STELLAR CLUSTER.
THEIR MISSION: ASSIMILATE THE BLUE-GREEN WORLD THEY CALL "TERRA".
AN AMBITIOUS AGENDA MADE FACILE BY THE FACT THAT NINETY PERCENT OF THE PLANET'S HUMAN POPULATION HAS RECENTLY DROWNED...
...VICTIMS OF A GLOBAL FLOOD CAUSED BY THE ALIENS' APPROACH. *
SO UNLESS THE OCCUPANTS OF THIS PARTICULAR SPACECRAFT ROCKETING OUT OF THE MARTIAN STRATOSPHERE CAN STOP THEM...
...THE PHALANX SHALL INHERIT THE EARTH!
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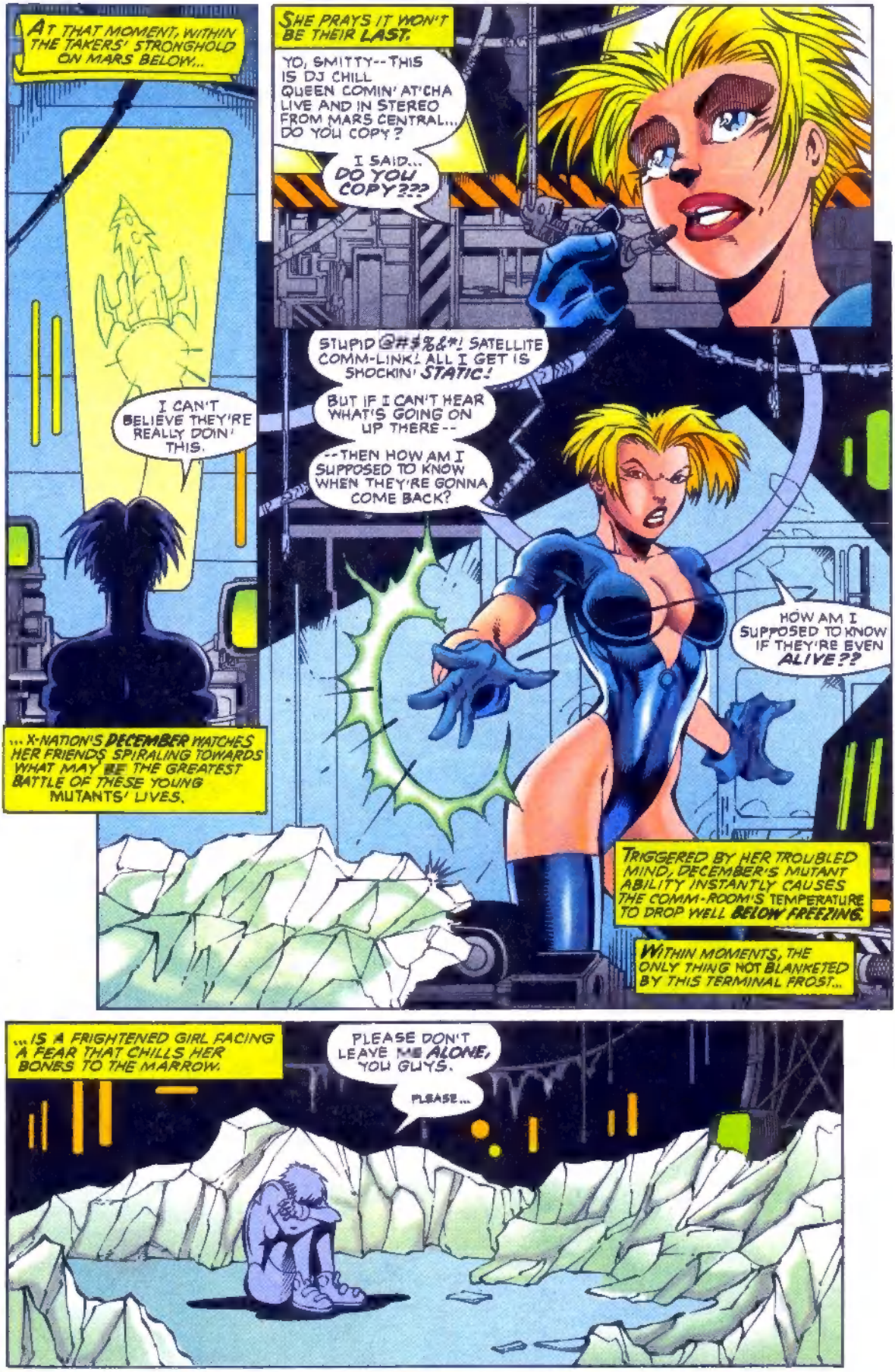
* SEE FF 2099 #6. -- James

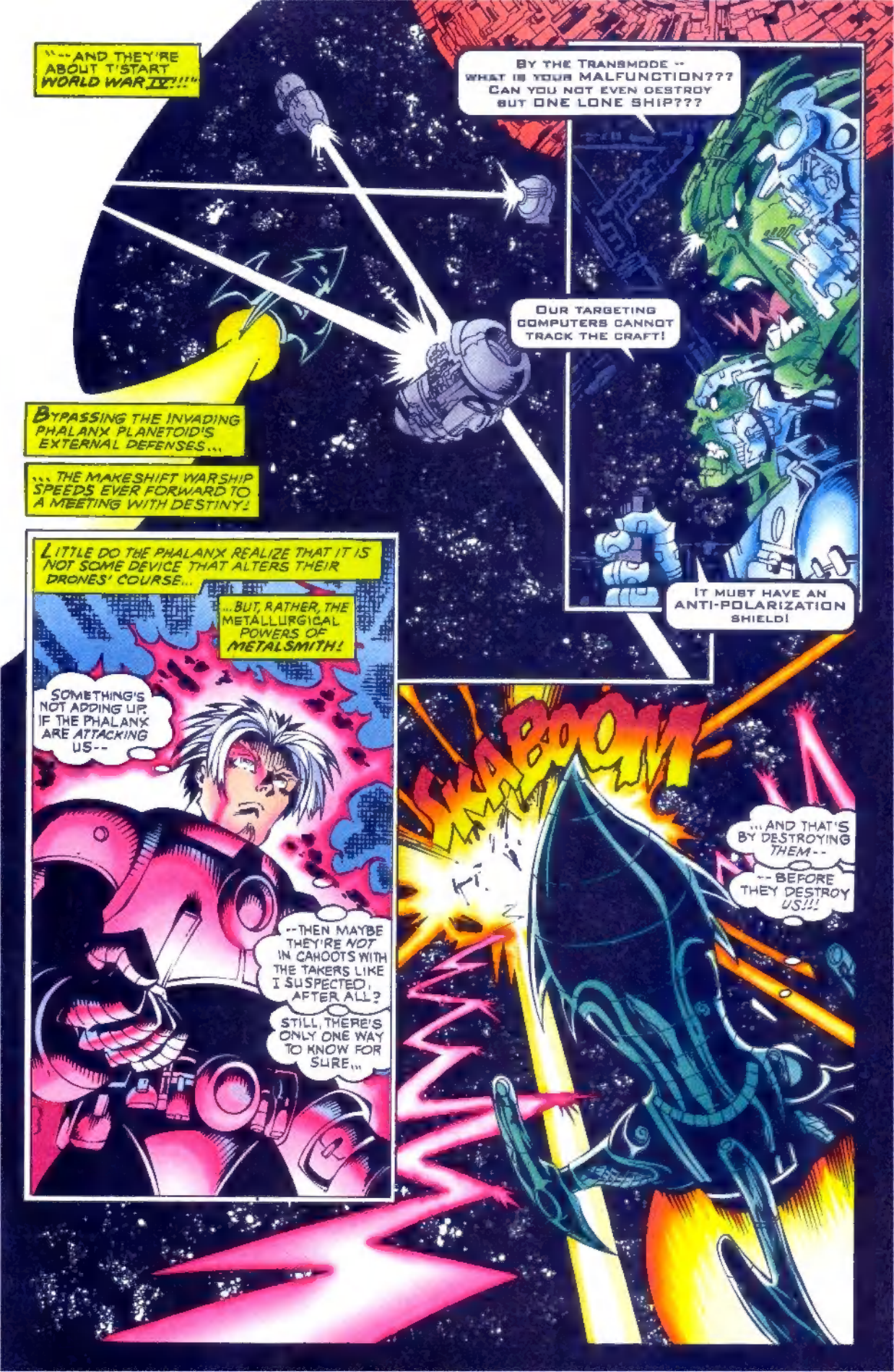
2099™: WORLD OF TOMORROW Vol. 1, No. 7, March, 1997. Published by MARVEL COMICS. David J. Schiff, President. Stan Lee, Publisher. Sherrel Rhoades, Executive VP. Publishing OFFICE OF PUBLICATION: 387 PARK AVENUE SOUTH, NEW YORK, N.Y. 10016. Application to mail at second class postage is pending at New York, N.Y. and at additional mailing offices. Published monthly. Copyright © 1997 Marvel Characters, Inc. All rights reserved. Price $2.50 per copy in the U.S. and $3.50 in Canada. Subscription rate for 12 issues: U.S. $30.00; foreign $42.00; and Canadian subscribers must add $10.00 for postage and GST #R127032852. No similarity between any of the names, characters, persons, and/or institutions in this magazine with those of any living or dead person or institution is intended, and any such similarity which may exist is purely coincidental. This periodical may not be sold except by authorized dealers and is sold subject to the condition that it shall not be sold or distributed with any part of its cover or markings removed, nor in a mutilated condition. 2099, including all prominent characters featured in this issue and the distinctive likenesses thereof, is a trademark of MARVEL CHARACTERS, INC. POSTMASTER: SEND ADDRESS CHANGES TO 2099 WORLD OF TOMORROW, c/o MARVEL DIRECT MARKETING CORP./SUBSCRIPTION DEPT., P.O. BOX 1979, DANBURY, CT. 06813-1979. TELEPHONE # (203) 743-5331. Printed in the U.S.A.

THIS IS SHOCKIN' STUPID, TWILIGHT!
NOT ONLY ARE WE BLASTIN' OFF INTO SPACE WITH A BUNCH OF MARTIANS WE BARELY KNOW OR TRUST--
--BUT WE'RE DOIN' IT SO THEY CAN FULFILL SOME RIDICULOUSLY ANCIENT BLOOD DEBT!
I MEAN, LOOK AT THESE "TAKERS"--THEY'VE JUST WOKEN UP FROM A TEN THOUSAND YEAR LONG "NAP"--
--THEY'VE FINALLY BEEN REUNITED WITH THE LAST SURVIVORS OF THEIR RACE--
--AND THEY'RE GONNA THROW IT ALL AWAY--JUST FOR REVENGE?
DID I MENTION HOW SHOCKIN' STUPID THIS IS????
SEVERAL TIMES.
I DON'T UNDERSTAND--THEN WHY ARE WE ALONG FOR THE RIDE?
I TOLD YOU WHY, SMITH.
THIS IS NOT ABOUT REVENGE--IT'S ABOUT OBLIGATION.
TO EARTH...TO OURSELVES.
I GUESS YOU JUST CAN'T UNDERSTAND..


AT THAT MOMENT, WITHIN THE TAKERS' STRONGHOLD ON MARS BELOW...
I CAN'T BELIEVE THEY'RE REALLY DOIN' THIS.
... X-NATION'S DECEMBER WATCHES HER FRIENDS SPIRALING TOWARDS WHAT MAY BE THE GREATEST BATTLE OF THESE YOUNG MUTANTS' LIVES.
SHE PRAYS IT WON'T BE THEIR LAST.
YO, SMITTY--THIS IS DJ CHILL QUEEN COMIN' AT'CHA LIVE AND IN STEREO FROM MARS CENTRAL... DO YOU COPY?
I SAID... DO YOU COPY???
STUPID @#$%&*! SATELLITE COMM-LINK! ALL I GET IS SHOCKIN' STATIC!
BUT IF I CAN'T HEAR WHAT'S GOING ON UP THERE--
--THEN HOW AM I SUPPOSED TO KNOW WHEN THEY'RE GONNA COME BACK?
HOW AM I SUPPOSED TO KNOW IF THEY'RE EVEN ALIVE??
TRIGGERED BY HER TROUBLED MIND, DECEMBER'S MUTANT ABILITY INSTANTLY CAUSES THE COMM-ROOM'S TEMPERATURE TO DROP WELL BELOW FREEZING.
WITHIN MOMENTS, THE ONLY THING NOT BLANKETED BY THIS TERMINAL FROST...
... IS A FRIGHTENED GIRL FACING A FEAR THAT CHILLS HER BONES TO THE MARROW.
PLEASE DON'T LEAVE ME ALONE, YOU GUYS.
PLEASE...

MEANWHILE, SEVERAL LEVELS BENEATH THE COMMON ROOM...
...DR ANGELIQUE ISAACS, SENIOR GENETICIST OF ALCHEMAX'S ARES COLONY...
...STEADIES HERSELF FOR A MUCH ANTICIPATED REUNION.
HAYES...
...MY DARLING SON.
TEK
I NEVER WANTED TO LEAVE YOU BEHIND.
FSSSS
I HAD NO IDEA THAT EARTH WOULD... I JUST NEVER IMAGINED...
...I--I--I'M SO SORRY.
M-MOMMY... IS THAT R-REALLY YOU?
YES, BABY. "MOMMY'S" HERE.
PLEASE FORGIVE ME FOR NOT BEING THERE WHEN YOU NEEDED ME MOST, SWEETHEART.
WHEN YOU NEEDED A HELPING HAND OR A SHOULDER TO CRY ON...
...OR WHEN YOU JUST NEEDED YOUR MOTHER.

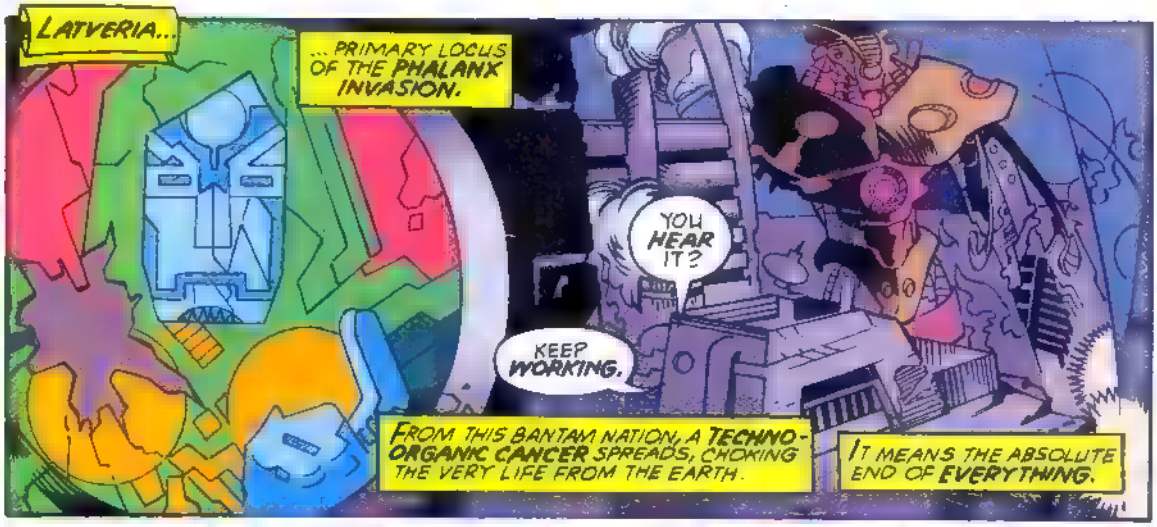
BUT I AM HERE NOW--AND I'M NEVER GOING TO LET YOU OUT OF MY SIGHT EVER--Eh?
I FEEL HOT, MOMMY... AND REALLY SICK.
A-AM I GONNA D-DIE?
OF COURSE NOT, HONEY--JUST YOU CLOSE YOUR EYES AND REST.
I CAN FEEL THE EPIDERMAL DECAY--HE'S LOSING MOLECULAR COHESION!
OH, GOD, NO! DON'T DO THIS TO ME NOW!
HIIISSSSSSS
"HAYES" MAY HAVE ONLY BEEN A CLONE OF MY REAL SON--
--BUT HE WAS ALL THAT REMAINED OF THE LIFE I SACRIFICED TO COME HERE!
HE WAS STILL MY "CHILD", AND NOW--
--NOW HE'S GONE... FOREVER.
AND NOT EVEN THE DNA SEQUENCER THAT CREATED HIM CAN BRING HIM BACK.
HEY, DOC! BETTER GET UP HERE STAT!
ON MY WAY, DECEMBER... WHAT'S UP?
OH, NOT MUCH, REALLY.
JUST THOUGHT YOU MIGHT BE INTERESTED T'KNOW THAT SMITH AND TWILIGHT HAVE JUST ZOOMED INTO SPACE WITH THE TAKERS.

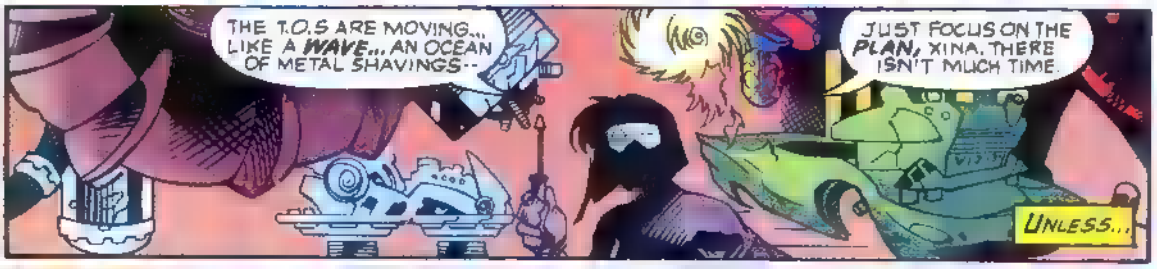

"--AND THEY'RE ABOUT T'START WORLD WAR IV!!!"
BY THE TRANSMODE -- WHAT IS YOUR MALFUNCTION??? CAN YOU NOT EVEN DESTROY BUT ONE LONE SHIP???
OUR TARGETING COMPUTERS CANNOT TRACK THE CRAFT!
IT MUST HAVE AN ANTI-POLARIZATION SHIELD!
BYPASSING THE INVADING PHALANX PLANETOID'S EXTERNAL DEFENSES...
... THE MAKESHIFT WARSHIP SPEEDS EVER FORWARD TO A MEETING WITH DESTINY!
LITTLE DO THE PHALANX REALIZE THAT IT IS NOT SOME DEVICE THAT ALTERS THEIR DRONES' COURSE...
...BUT, RATHER, THE METALLURGICAL POWERS OF METALSMITH!
SOMETHING'S NOT ADDING UP. IF THE PHALANX ARE ATTACKING US--
--THEN MAYBE THEY'RE NOT IN CAHOOTS WITH THE TAKERS LIKE I SUSPECTED, AFTER ALL?
STILL, THERE'S ONLY ONE WAY TO KNOW FOR SURE...
KA-BOOM
...AND THAT'S BY DESTROYING THEM--
--BEFORE THEY DESTROY US!!!

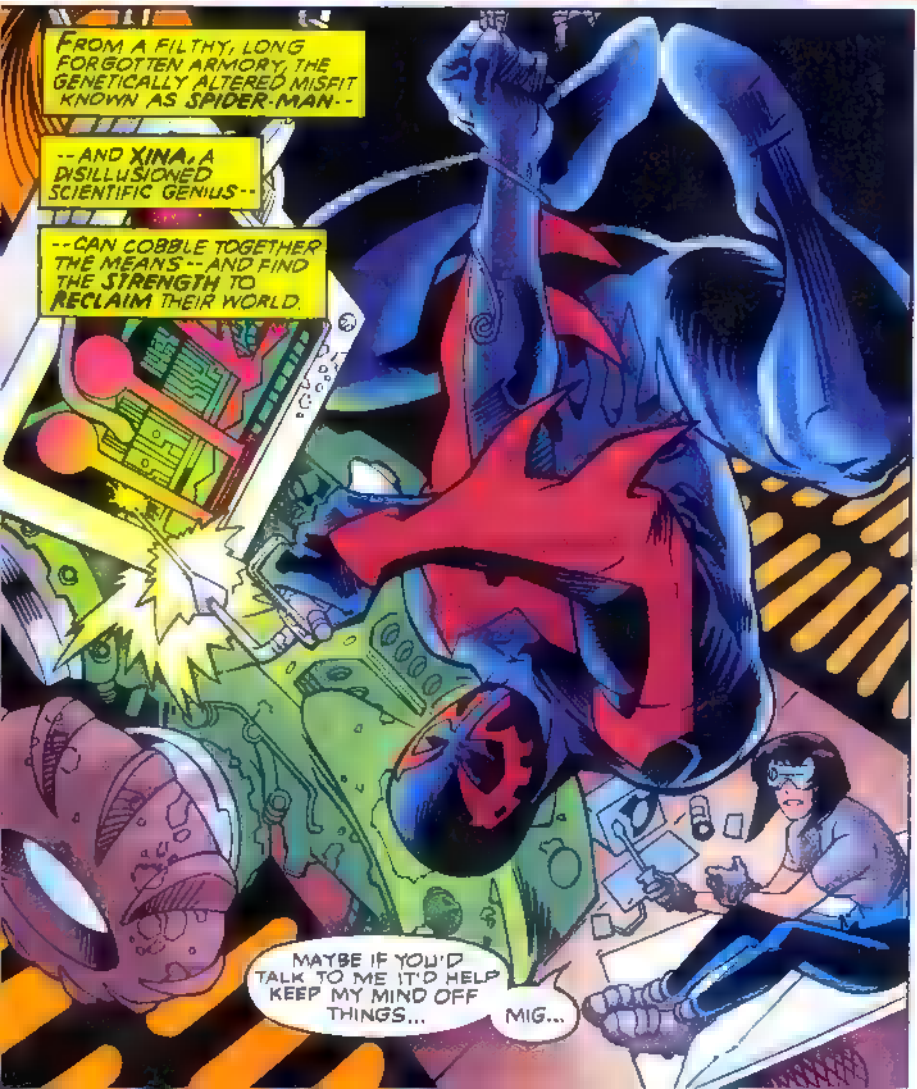
ELSEWHERE WITHIN THE SHIP...
TOO MANY LIVES ARE HANGING IN THE BALANCE ON EARTH RIGHT NOW.
TOO MANY PEOPLE ARE COUNTING ON US TO STOP THIS INVASION.
GUESS THIS IS THE INFAMOUS "MOMENT OF TRUTH".
TIME TO DO WHAT SISTER NICK AND CEREBRA AND CLARION AND EVERYONE IN X-NATION EVER TAUGHT ME...
...TIME TO MAKE A DIFFERENCE!!
SAFE WITHIN HER REALITY-WARPING SPHERE OF INFLUENCE...
...THE GIRL CALLED TWILIGHT COURAGEOUSLY TRAVERSES THE VOID OF SPACE WITH ONE SPECIFIC GOAL IN MIND--
--TO CLEAVE A HOLE IN THE PHALANX'S DEFENSES FOR HER MARTIAN ALLIES TO ENTER THE TECHNO-ORGANIC GLOBE.
SHAZRAK
AND WHILE SHE IS ABLE TO RESTRUCTURE A SUBSTANTIAL AREA OF THE OUTER HULL...
...THE SHIP ITSELF TAKES CARE OF THE INNER ONES!
BABAAAM

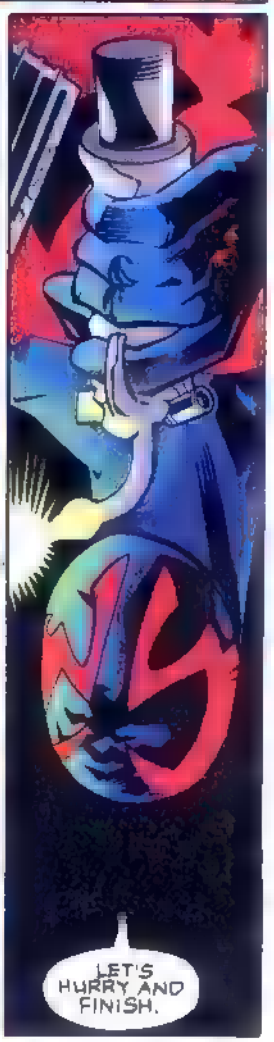
IT'S A MATTER OF MOMENTS BEFORE THE TAKERS' BLITZKRIEG BEGINS.
EMERGING FROM THEIR CRASHED SHIP--ARMED TO THE TEETH, HUNGRY FOR PHALANX BLOOD"...
...A SONG OF RIGHTEOUS RETRIBUTION AND DEATH ON THEIR LIPS...
AWWRROOO!!
...THEY HURL THEMSELVES INTO THE PITCHED BATTLE WITH THE RISING PHALANX AS THE FIRES OF AN ANCIENT HATRED ROIL WITHIN THEIR HEARTS!
SHUNK
A STAB OF THE SCIMITAR IN PAINFUL MEMORY OF A FATHER LAID LOW BY THE TRANSMODE VIRUS.
A SLOW, AGONIZING TWIST OF THE BLADE FROM HEAD TO BELLY--A SIGN OF MOURNING FOR A LONG-DEAD MOTHER... A WIFE... A CHILD--
SKRIP
--A WORLD MERCILESSLY DESTROYED BY THE PHALANX THOUSANDS OF YEARS AGO!

AND AS THE TAKERS METE OUT THEIR OWN SAVAGE BRAND OF JUSTICE...
C'MON, TWI--WHILE THE TAKERS TAKE THE FIGHT DEEPER INTO THE SHIP--
--WE CAN VIC THE ROCKET AND GET BACK TO MARS!
I'M NOT GOING ANYWHERE, SMITH--
--I CAME HERE FOR A REASON!
WHY? TO GET YOURSELF KILLED??
I'M NOT SCARED OF DYING--
--BUT I AM SCARED OF BEING AN INEFFECTUAL LITTLE NOTHING MY WHOLE LIFE!
NOW'S MY CHANCE TO REALLY DO SOMETHING THAT MATTERS!
NOT JUST FOR MUTANTKIND-- BUT FOR THE WHOLE PLANET!
LOOK, I REALIZE THINGS'VE BEEN TOUGH FOR US BOTH SINCE WE LEFT EARTH FOR MARS--
--BUT I WANT YOU TO KNOW THAT NO MATTER WHAT'S GOING ...TO HAPPEN
...THE ONLY WAY WE'RE GOIN' THROUGH THIS ORDEAL...
...IS TOGETHER.

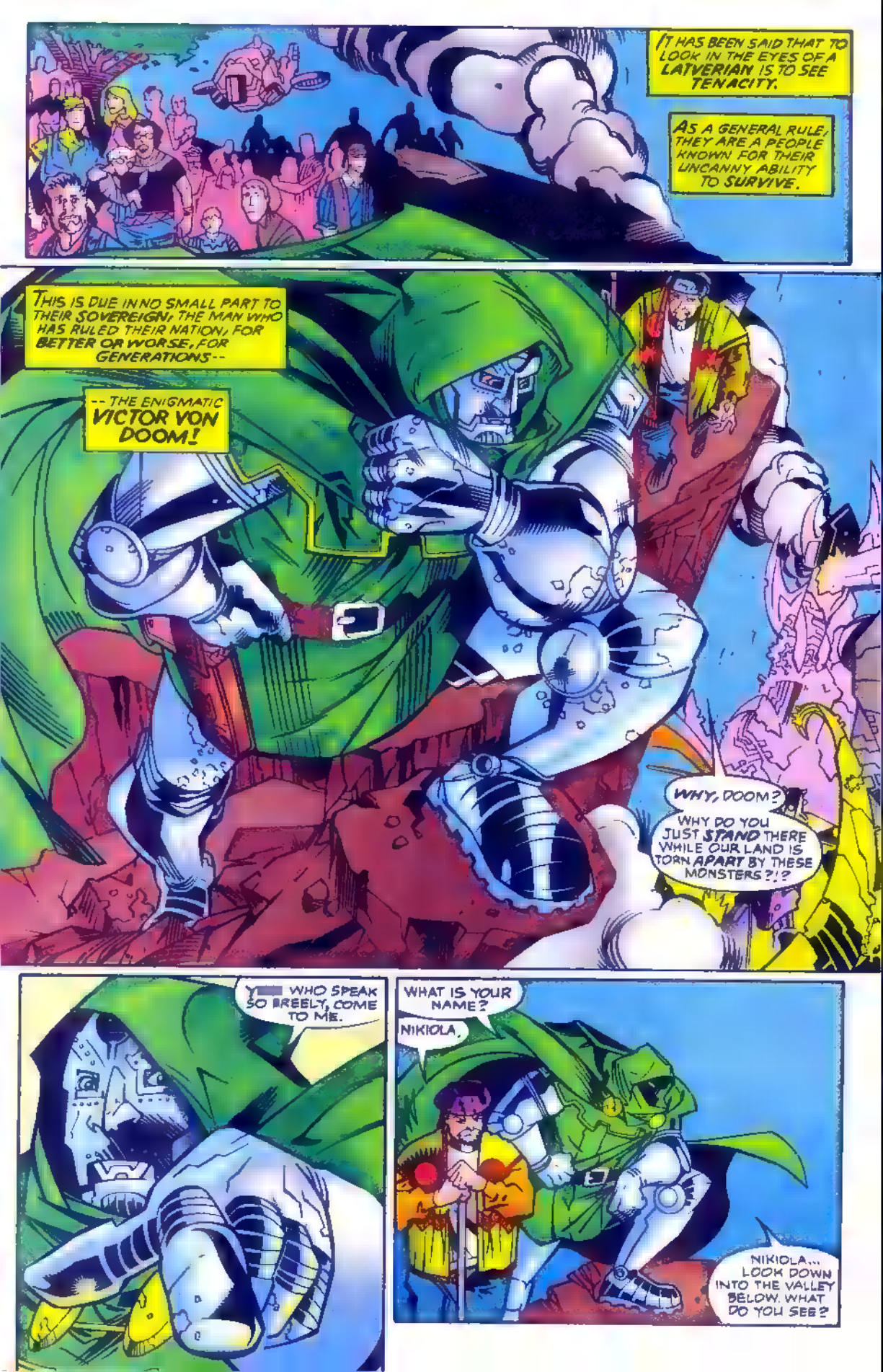

LATVERIA..
...PRIMARY LOCUS OF THE PHALANX INVASION.
YOU HEAR IT?
KEEP WORKING.
FROM THIS BANTAM NATION, A TECHNO-ORGANIC CANCER SPREADS, CHOKING THE VERY LIFE FROM THE EARTH.
IT MEANS THE ABSOLUTE END OF EVERYTHING.

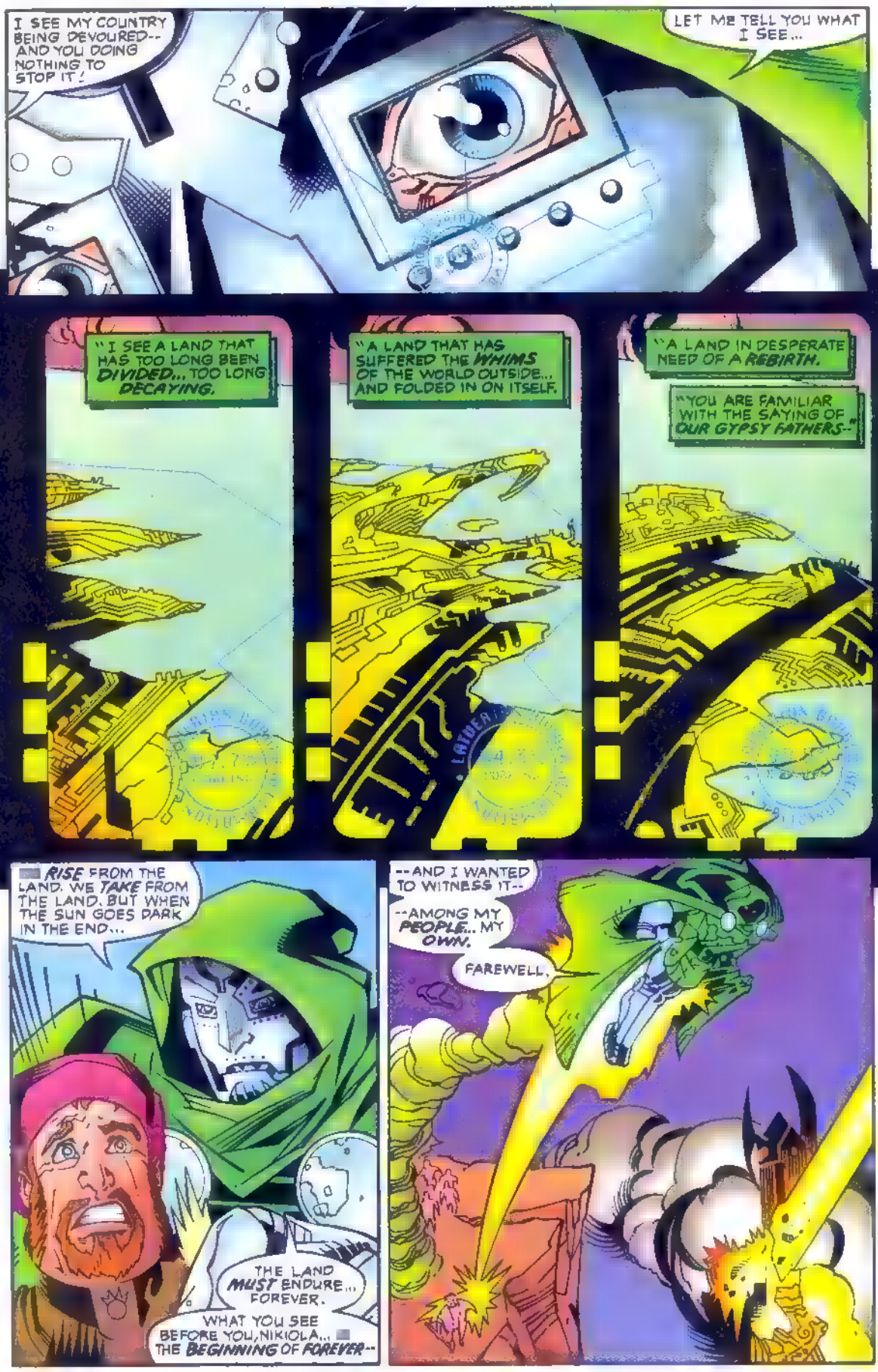

THE T.O.S ARE MOVING... LIKE A WAVE... AN OCEAN OF METAL SHAVINGS--
JUST FOCUS ON THE PLAN, XINA. THERE ISN'T MUCH TIME.
UNLESS...


FROM A FILTHY, LONG FORGOTTEN ARMORY, THE GENETICALLY ALTERED MISFIT KNOWN AS SPIDER-MAN--
--AND XINA, A DISILLUSIONED SCIENTIFIC GENIUS--
--CAN COBBLE TOGETHER THE MEANS--AND FIND THE STRENGTH TO RECLAIM THEIR WORLD.
MAYBE IF YOU'D TALK TO ME IT'D HELP KEEP MY MIND OFF THINGS...
MIG...


LET'S HURRY AND FINISH.

WE'LL GET THIS THING TO RUN, MIGUEL! A LITTLE CHATTER WON'T KILL YOU!
I MEAN IT ONLY HAS TO MAKE A ONE WAY TRIP... RIGHT?
I NEED... I NEED YOU TO TALK TO ME...NOW.
IF YOU WANT ME TO TELL YOU "WE'LL GET OUT OF THIS ONE"... I CAN'T, XINA. WE PROBABLY WON'T.
THE TWO OF US IN THIS SPIT AND DUCT-TAPE FOUR-WHEELER AGAINST A LEGION OF PHALANX DOESN'T MAKE FOR GOOD ODDS.
THERE'S THE PEP TALK-- RAH-RAH, YAY TEAM.
SO IF YOU DON'T WANT TO GO, I UNDERSTAND. I CAN PROBABLY DRIVE THIS THING BY MYSELF--
I'M NOT BAILING, YOU SELF-ABSORBED MORON.
I KNOW WHAT I'M IN FOR AND I'M WILLING TO DO WHAT IT TAKES TO STOP THESE MONSTROSITIES ONCE AND FOR ALL.
I JUST NEED TO HEAR THAT YOU'LL HOLD UP YOUR END OF THE PLAN. ARE YOU READY TO TAKE OUT THE SCOUT?
CAN YOU KILL NOSTROMO?
I... NOSTROMO WAS A GOOD KID, BUT THAT WAS BEFORE HE WAS CO-OPTED BY THE PHALANX. NOW...
... I'LL DO WHAT I HAVE TO DO. I'LL END THIS.
CLK!
LOOK ME IN THE EYE AND TELL ME THAT.


IT HAS BEEN SAID THAT TO LOOK IN THE EYES OF A LATVERIAN IS TO SEE TENACITY.
AS A GENERAL RULE, THEY ARE A PEOPLE KNOWN FOR THEIR UNCANNY ABILITY TO SURVIVE.
THIS IS DUE IN NO SMALL PART TO THEIR SOVEREIGN; THE MAN WHO HAS RULED THEIR NATION, FOR BETTER OR WORSE, FOR GENERATIONS--
-- THE ENIGMATIC VICTOR VON DOOM!
WHY, DOOM? WHY DO YOU JUST STAND THERE WHILE OUR LAND IS TORN APART BY THESE MONSTERS?!?
[redacted] WHO SPEAK SO BREELY, COME TO ME.
WHAT IS YOUR NAME?
NIKIOLA.
NIKIOLA... LOOK DOWN INTO THE VALLEY BELOW. WHAT DO YOU SEE?


I SEE MY COUNTRY BEING DEVOURED-- AND YOU DOING NOTHING TO STOP IT!
LET ME TELL YOU WHAT I SEE...
"I SEE A LAND THAT HAS TOO LONG BEEN DIVIDED... TOO LONG DECAYING.
"A LAND THAT HAS SUFFERED THE WHIMS OF THE WORLD OUTSIDE... AND FOLDED IN ON ITSELF.
"A LAND IN DESPERATE NEED OF A REBIRTH.
"YOU ARE FAMILIAR WITH THE SAYING OF OUR GYPSY FATHERS--"
LAIDEA
RISE FROM THE LAND. WE TAKE FROM THE LAND. BUT WHEN THE SUN GOES DARK IN THE END...
THE LAND MUST ENDURE... FOREVER.
WHAT YOU SEE BEFORE YOU, NIKIOLA... THE BEGINNING OF FOREVER--
--AND I WANTED TO WITNESS IT--
--AMONG MY PEOPLE... MY OWN.
FAREWELL.

MEANWHILE, IN THE ONCE STALWART KEEP KNOWN AS CASTLE DOOM...
TELL ME THAT MIGUEL O'HARA AND XINA HAVE BEEN FOUND, WINN/PHALANX--
--AND THAT YOU DIDN'T DOWNLOAD THE INFORMATION [redacted] TO HAVE THE HONOR OF REPORTING IT IN PERSON.
NO, MAGUS. THE HUMANS HAVE YET TO TURN UP, DOOM INCLUDED.
PERHAPS THEY HAVE FLED LATVERIA--
HA HA
FLED?!?
WINN, YOU'RE SO EFFICIENT AT IMPERSONATING A HUMAN THAT YOU'VE ACTUALLY DEVELOPED [redacted] IMAGINATION!
THEY HAVE NO WILL LEFT IN THEM TO FLEE WITHITHE HUMANS ARE [redacted] SOMEWHERE, WAITING FOR DEATH TO TAKE THEM.
THEY KNOW IT'S OVER--
KRAK KOOM!

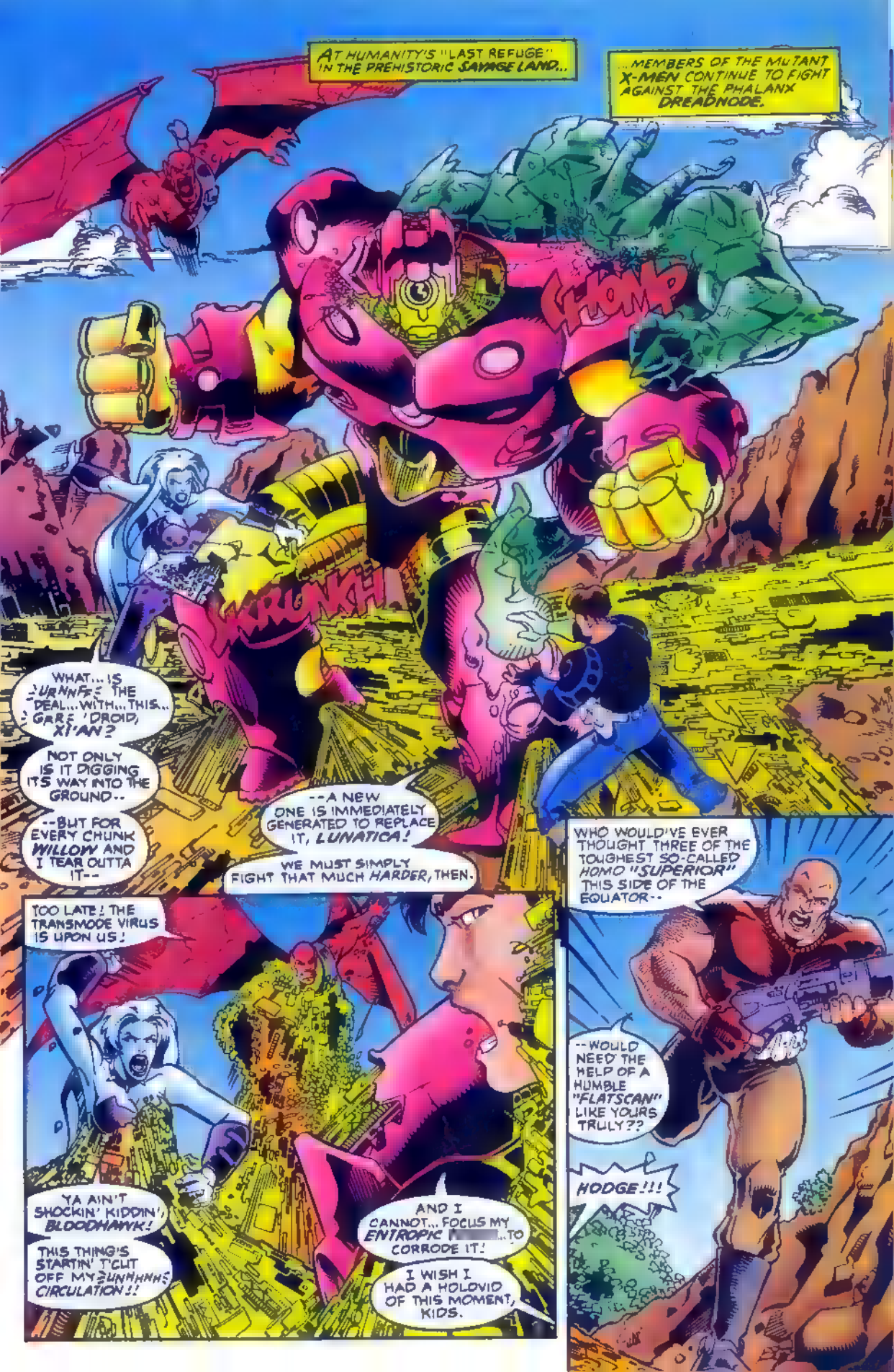
SCREE
BOOM
THIS IS IMPOSSIBLE! WE HAVE NO RECORD OF SUCH TECHNOLOGY IN OUR DATA BANKS—
SOMEHOW THEY EVADED MY SCANS, MAGUS—

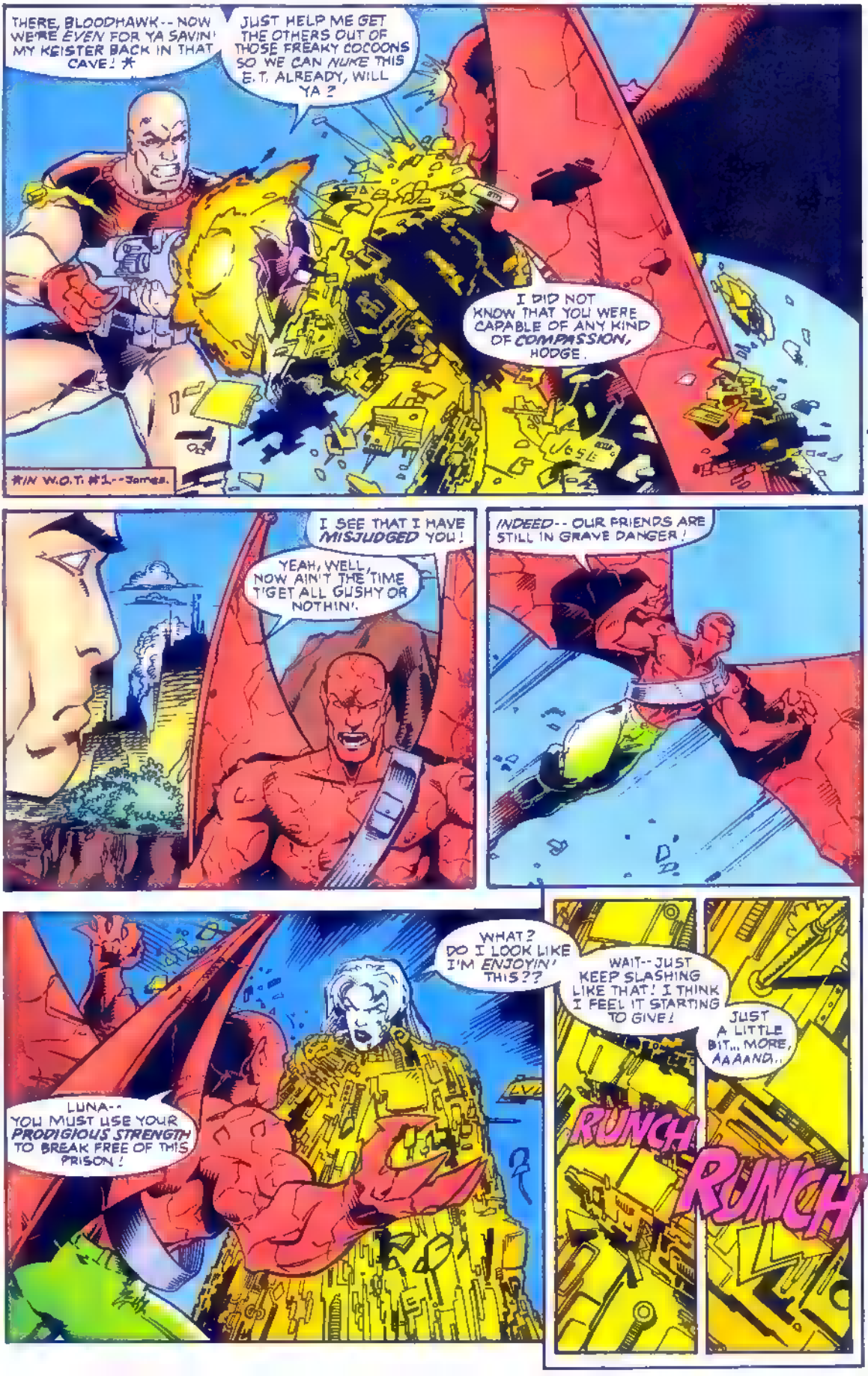
UNLIKELY, PHALANX--
INCINERATE THEM!!!
DO NOT ALLOW THEM TO BREACH THE TERRA-FORMER!!!
BOOM
PROTECT IT WITH YOUR LIFE ENERGIES!
AGH!
FKOW

THE RAMSHACKLE VEHICLE CAREENS INTO THE PHALANX STRONGHOLD--
--EXECUTING ITS PRIMARY FUNCTION WITH EFFICIENCY--
--IF NOT A VENGEANCE.
PRAETAKON
COME TO MAGUS, HUMANS--
AND LET US BRING THIS SKIRMISH TO ITS INEVITABLE CONCLUSION!!!
KRAKK!

A GRAND DISPLAY, D'HARA.
YOU AND YOUR ILK ARE OF TOUGHER STOCK THAN I REMEMBER, BUT UNFORTUNATELY FOR YOU--
RRMP
YOU'RE STILL VERY MUCH OBSOLETE!
NO? YOU PROTEST THE WILL OF THE COLLECTIVE, WINN/PHALANX?
WAIT, IT'S JUST--
THE TRACE ELEMENTS OF YOUR HUMANITY ARE PROBLEMATIC--
PERHAPS WE MAY PURGE THEM FROM YOUR SYSTEM IN A BATH OF HUMAN BLOOD! I ORDER YOU TO EXECUTE--
THE FEMALE?!? AND A USELESS AUTOMATON-- WHERE'S D'HARA?!?
WHERE ELSE WOULD HE BE AFTER A CLASS-A DIVERSION LIKE THAT...?
...BUT EXACTLY WHERE YOU WANT HIM LEAST.

THERE IS NO GARISH ENTRANCE--
--NO CLEVER PATTER.
FOR THIS LONG MOMENT, THERE IS NOT EVEN MIGUEL O'HARA... NOR IS THERE SPIDER-MAN.
THERE IS ONLY A MAN.
A MAN WITH EXTRAORDINARY POWERS--
--AND AN EXTRAORDINARY RESPONSIBILITY TO USE THEM--
--TO DESTROY ONE YOUNG BOY...
...IN ORDER TO SAVE A WORLD.
THE MAN CLOSES HIS EYES... STEELS HIS HEART...
...AND LEAPS.

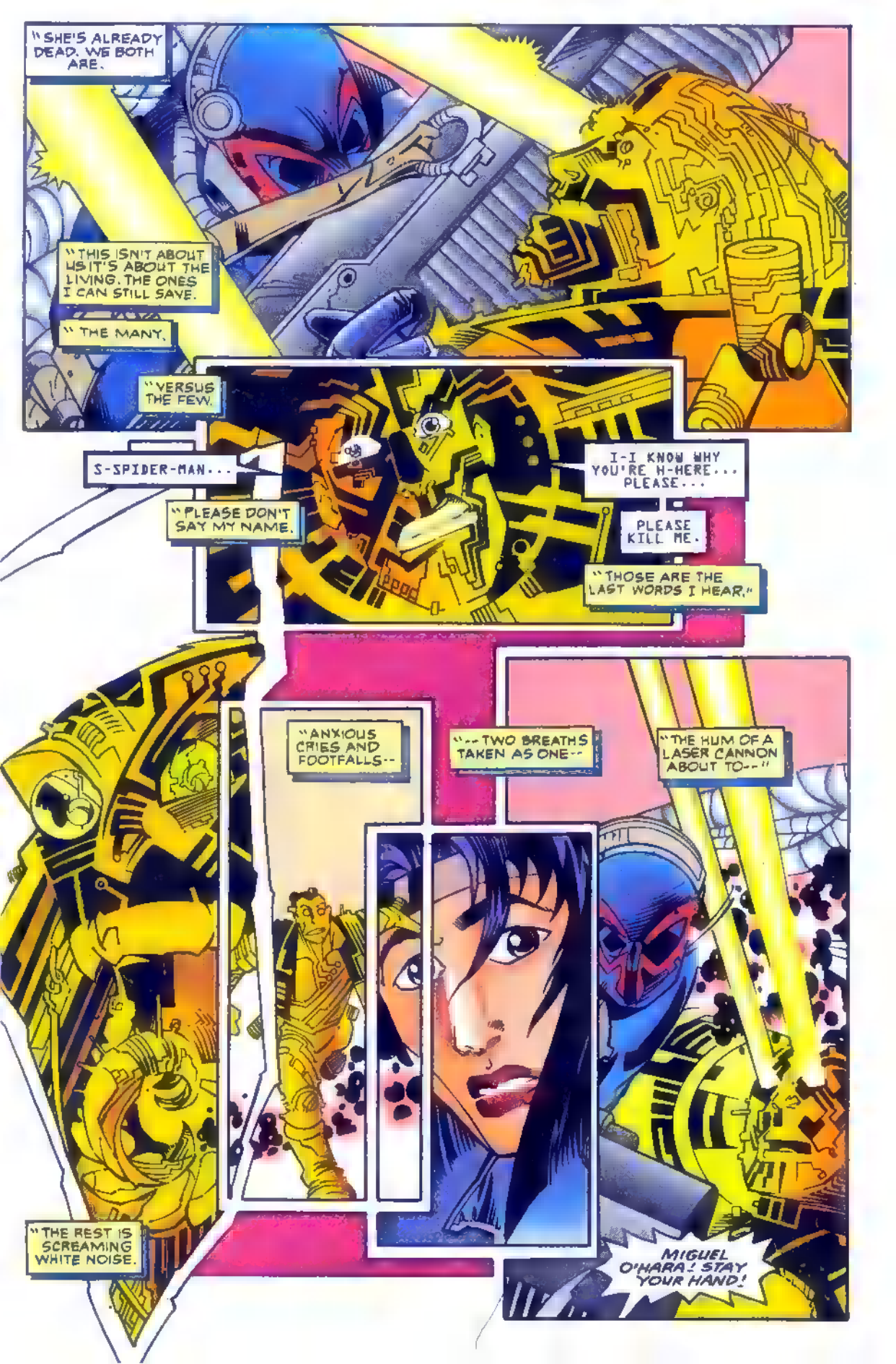

AT HUMANITY'S "LAST REFUGE" IN THE PREHISTORIC SAVAGE LAND...
...MEMBERS OF THE MUTANT X-MEN CONTINUE TO FIGHT AGAINST THE PHALANX DREADNODE.
KLOMP
KRONK!
WHAT... IS SUNNFE THE DEAL... WITH... THIS... GARE 'DROID, XI'AN?
NOT ONLY IS IT DIGGING ITS WAY INTO THE GROUND--
--BUT FOR EVERY CHUNK WILLOW AND I TEAR OUTTA IT--
--A NEW ONE IS IMMEDIATELY GENERATED TO REPLACE IT, LUNATICA!
WE MUST SIMPLY FIGHT THAT MUCH HARDER, THEN.
TOO LATE! THE TRANSMODE VIRUS IS UPON US!
YA AIN'T SHOCKIN' KIDDIN', BLOODHAWK!
THIS THING'S STARTIN' T'CUT OFF MY SUNNHHHS CIRCULATION!!
AND I CANNOT... FOCUS MY ENTROPIC [redacted]...TO CORRODE IT!
I WISH I HAD A HOLOVID OF THIS MOMENT, KIDS.
WHO WOULD'VE EVER THOUGHT THREE OF THE TOUGHEST SO-CALLED HOMO "SUPERIOR" THIS SIDE OF THE EQUATOR--
--WOULD NEED THE HELP OF A HUMBLE "FLATSCAN" LIKE YOURS TRULY??
HODGE!!!

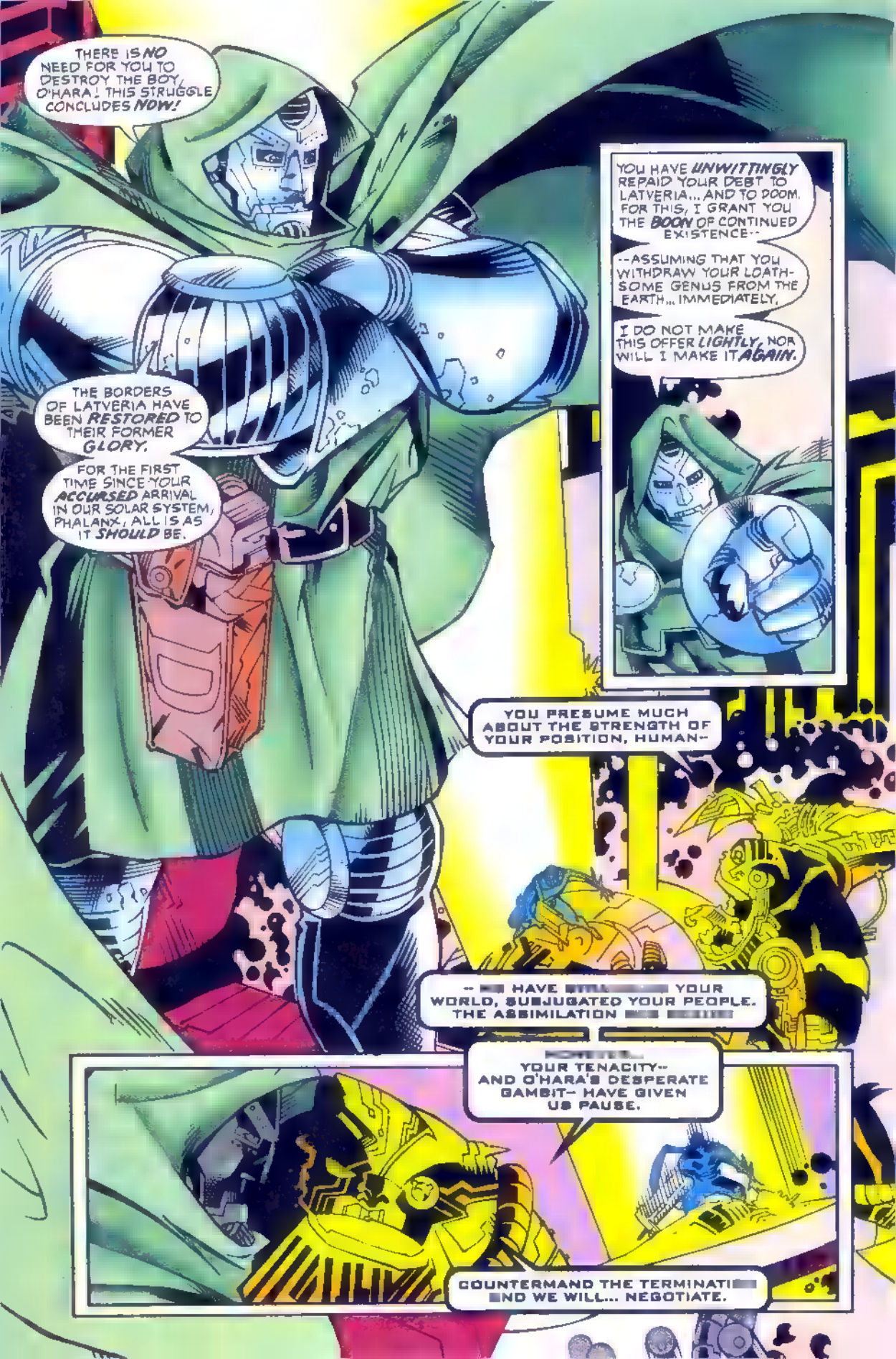

THERE, BLOODHAWK -- NOW WE'RE EVEN FOR YA SAVIN' MY KEISTER BACK IN THAT CAVE! *
JUST HELP ME GET THE OTHERS OUT OF THOSE FREAKY COCOONS SO WE CAN NUKE THIS E.T. ALREADY, WILL YA ?
I DID NOT KNOW THAT YOU WERE CAPABLE OF ANY KIND OF COMPASSION, HODGE.
*IN W.O.T. #1--James.
I SEE THAT I HAVE MISJUDGED YOU!
YEAH, WELL, NOW AIN'T THE TIME T'GET ALL GUSHY OR NOTHIN'.
INDEED-- OUR FRIENDS ARE STILL IN GRAVE DANGER!
WHAT? DO I LOOK LIKE I'M ENJOYIN' THIS??
LUNA-- YOU MUST USE YOUR PRODIGIOUS STRENGTH TO BREAK FREE OF THIS PRISON!
WAIT-- JUST KEEP SLASHING LIKE THAT! I THINK I FEEL IT STARTING TO GIVE!
JUST A LITTLE BIT... MORE, AAAAND..
RUNCH
RUNCH

KRRAKK
--I'M FREE!
BUT WHAT ABOUT XI'AN? HE'S STILL TRAPPED!
FOCUS ON THE ENTROPIC SENSATIONS... CONCENTRATE ON THE CORROSION...
MORLOCK
WORRY MORE FOR THE ALIENS THAN FOR ME, LUNA! FOR THERE HAS YET TO BE A TRAP--
--OF TERRESTRIAL DESIGN OR OTHERWISE--THAT MAY CAGE THE MUTANT ONCE KNOWN AS THE DESERT GHOST!
THOUGH THE ODDS MAY BE STACKED IN OUR ENEMY'S FAVOR--WITH NO "CAVALRY" IN SIGHT--
WE MUST PUT AN END TO THIS WAR ONCE AND FOR ALL.
SOUNDS LIKE A PLAN, XI'AN--BUT CHECK THIS OUT...
"I THINK THE 'CAVALRY' JUST ARRIVED!!!"
STAND FAST AND STAND PROUD, PEOPLE.
TODAY--MAN AND MUTANT FIGHT SIDE-BY-SIDE FOR OUR LIVES!
FIGHT SIDE-BY-SIDE FOR OUR HOMES!
AND MOST IMPORTANTLY, WE FIGHT SIDE-BY-SIDE--

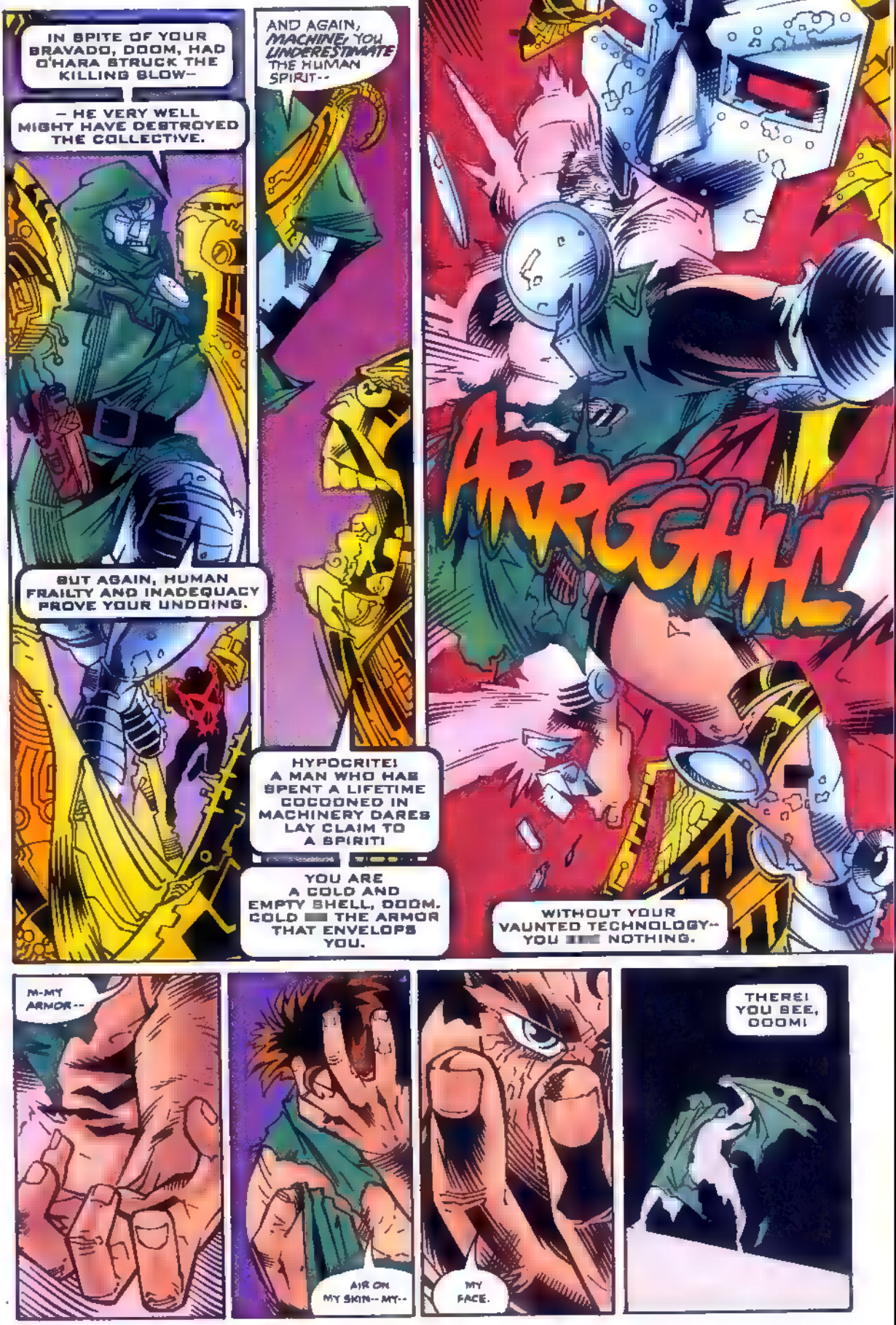
--FOR EARTH!!!
THOSE WHO SURVIVE TO SEE THE LIGHT OF A DAY BRIGHTER THAN THIS ONE WILL NEVER FORGET THIS MOMENT...
...WHEN THE FATE OF THEIR WORLD WAS SUDDENLY DEPENDENT ON THE UN-SHAKABLE COURAGE OF ONE MAN.
A MAN ARMED WITH NOTHING MORE THAN AN AXE AND THE UNDYING PASSION FOR
WITH EVERY SWIPE OF THE RAZOR-SHARP BLADE AGAINST THE DREADNODE'S TECHNO-ORGANIC HIDE...
KTANG
KTANG
...THE SPEECHLESS MASSES GAPE IN HORRIFIC ANTICIPATION OF THE INEVITABLE BLOW THAT WILL END THIS FUTILE CONFLICT AND CLAIM THE LIFE OF THEIR WOULD-BE SAVIOR.
BUT THIS IS NO ORDINARY MAN STANDING IN THE WAY OF THE GREATEST THREAT TO THIS WORLD OF TOMORROW -- THIS IS VICTOR TEN EAGLES.
SMASH
AND ALTHOUGH THE QUESTIONABLE EVENTS OF HIS PAST MAY CAST HIS CHARACTER INTO DOUBT IN THE EYES OF SOME...
...IN THE HEARTS AND MINDS OF THE TERRIFIED SPECTATORS GATHERED HERE TODAY, THERE IS NO QUESTION THAT VICTOR TEN EAGLES IS, ABOVE ALL ELSE...
...A HERO!

CASTLE DOOM...
"ONE"
"MANY"
"THE GREATER GOOD"
"MILLIONS OF LIVES"
"ONE BOY"
BRAITH TATH BRIPP
"MAGUS IS SCREAMING AT ME IN THAT DIGITIZED VOICE OF HIS--
"HE KNOWS THAT HE'S NOT FAST ENOUGH TO STOP ME.
"NOTHING ON THIS EARTH IS.
"NOW HE'S THREATENING TO KILL XINA IF I TOUCH THE SCOUT BUT WHAT HE DOESN'T REALIZE...
"...IS THAT IT DOESN'T WORK THAT WAY ANYMORE."


"SHE'S ALREADY DEAD. WE BOTH ARE.
"THIS ISN'T ABOUT US IT'S ABOUT THE LIVING. THE ONES I CAN STILL SAVE.
" THE MANY.
"VERSUS THE FEW.
S-SPIDER-MAN...
"PLEASE DON'T SAY MY NAME.
I-I KNOW WHY YOU'RE H-HERE... PLEASE...
PLEASE KILL ME.
"THOSE ARE THE LAST WORDS I HEAR."
"ANXIOUS CRIES AND FOOTFALLS--
"--TWO BREATHS TAKEN AS ONE--
"THE HUM OF A LASER CANNON ABOUT TO--"
"THE REST IS SCREAMING WHITE NOISE.
MIGUEL O'HARA! STAY YOUR HAND!


THERE IS NO NEED FOR YOU TO DESTROY THE BOY, O'HARA! THIS STRUGGLE CONCLUDES NOW!
THE BORDERS OF LATVERIA HAVE BEEN RESTORED TO THEIR FORMER GLORY.
FOR THE FIRST TIME SINCE YOUR ACCURSED ARRIVAL IN OUR SOLAR SYSTEM, PHALANX, ALL IS AS IT SHOULD BE.
YOU HAVE UNWITTINGLY REPAID YOUR DEBT TO LATVERIA... AND TO DOOM. FOR THIS, I GRANT YOU THE BOON OF CONTINUED EXISTENCE--
--ASSUMING THAT YOU WITHDRAW YOUR LOATHSOME GENUS FROM THE EARTH... IMMEDIATELY.
I DO NOT MAKE THIS OFFER LIGHTLY, NOR WILL I MAKE IT AGAIN.
YOU PRESUME MUCH ABOUT THE STRENGTH OF YOUR POSITION, HUMAN--
-- HAVE [illegible] YOUR WORLD, SUBJUGATED YOUR PEOPLE. THE ASSIMILATION [illegible]
[illegible]... YOUR TENACITY-- AND O'HARA'S DESPERATE GAMBIT-- HAVE GIVEN US PAUSE.
COUNTERMAND THE TERMINATI[illegible] AND WE WILL... NEGOTIATE.

O'HARA... YOU HAVE FULFILLED YOUR DUTY TO HUMANITY. STAND DOWN!
BUT...
Spider-Man! Please--- hurry... It's a... trick. Magus is going --
I--OH, GOD..
WHAT WAS [redacted] ABOUT TO DO--?
WE'LL NEVER KNOW. WILL WE, HUMAN?
NOW, MY PHALANX.
UNHAND ME, FOUL ABOMINATIONS!
I WOULD HAVE [redacted] YOUR PEOPLE, MAGUS--!
--BUT WITH THIS FINAL [redacted] YOU HAVE ASSURED THE ANNIHILATION OF YOUR ENTIRE RACE!
SO SWEARS VICTOR VON DOOM!

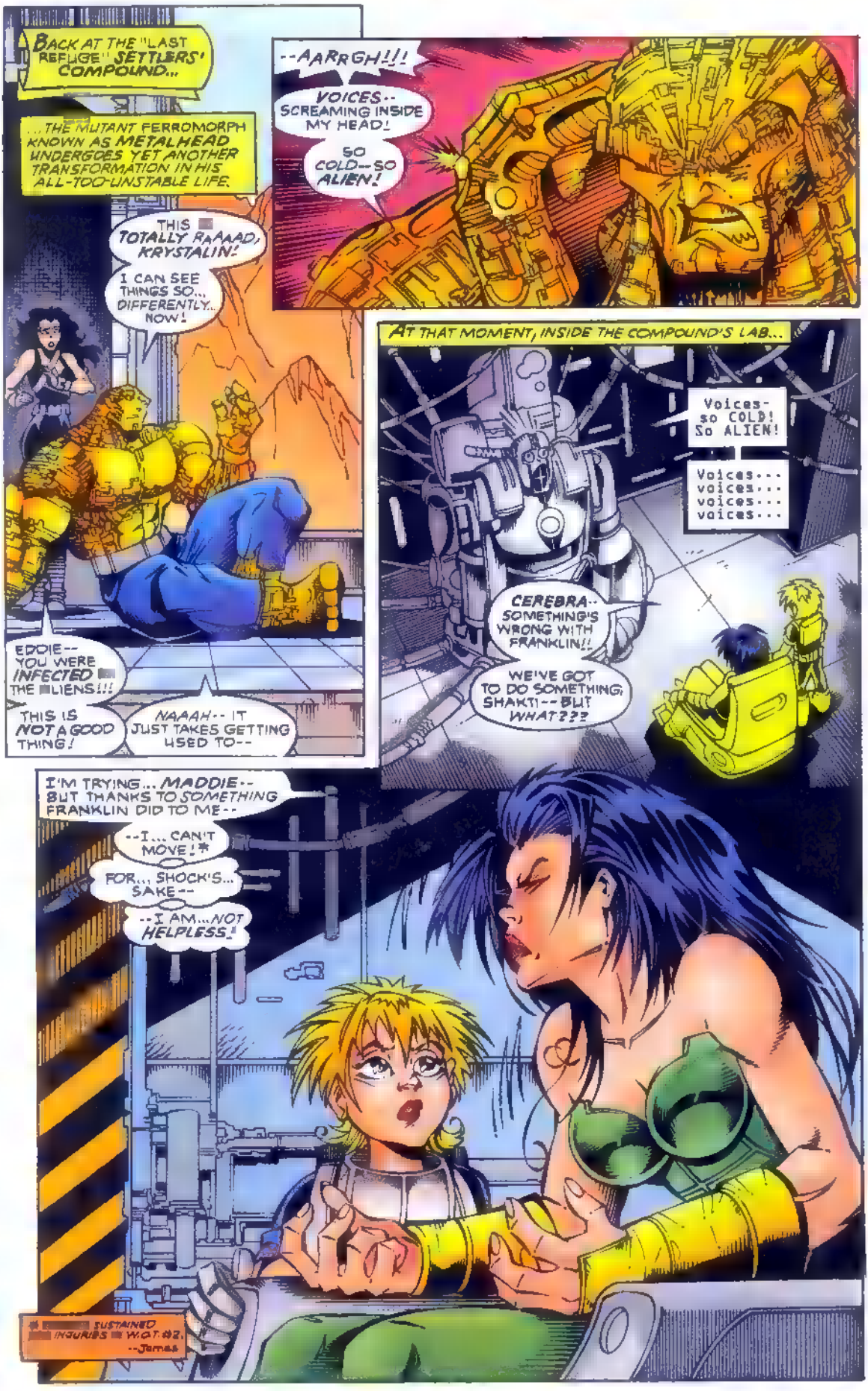

IN SPITE OF YOUR BRAVADO, DOOM, HAD O'HARA STRUCK THE KILLING BLOW--
-- HE VERY WELL MIGHT HAVE DESTROYED THE COLLECTIVE.
BUT AGAIN, HUMAN FRAILTY AND INADEQUACY PROVE YOUR UNDOING.
AND AGAIN, MACHINE, YOU UNDERESTIMATE THE HUMAN SPIRIT--
HYPOCRITE! A MAN WHO HAS SPENT A LIFETIME COCOONED IN MACHINERY DARES LAY CLAIM TO A SPIRIT!
YOU ARE A COLD AND EMPTY SHELL, DOOM. COLD [redacted] THE ARMOR THAT ENVELOPS YOU.
ARRGHH!
WITHOUT YOUR VAUNTED TECHNOLOGY-- YOU [redacted] NOTHING.
M-MY ARMOR--
AIR ON MY SKIN-- MY--
MY FACE.
THERE! YOU SEE, DOOM!

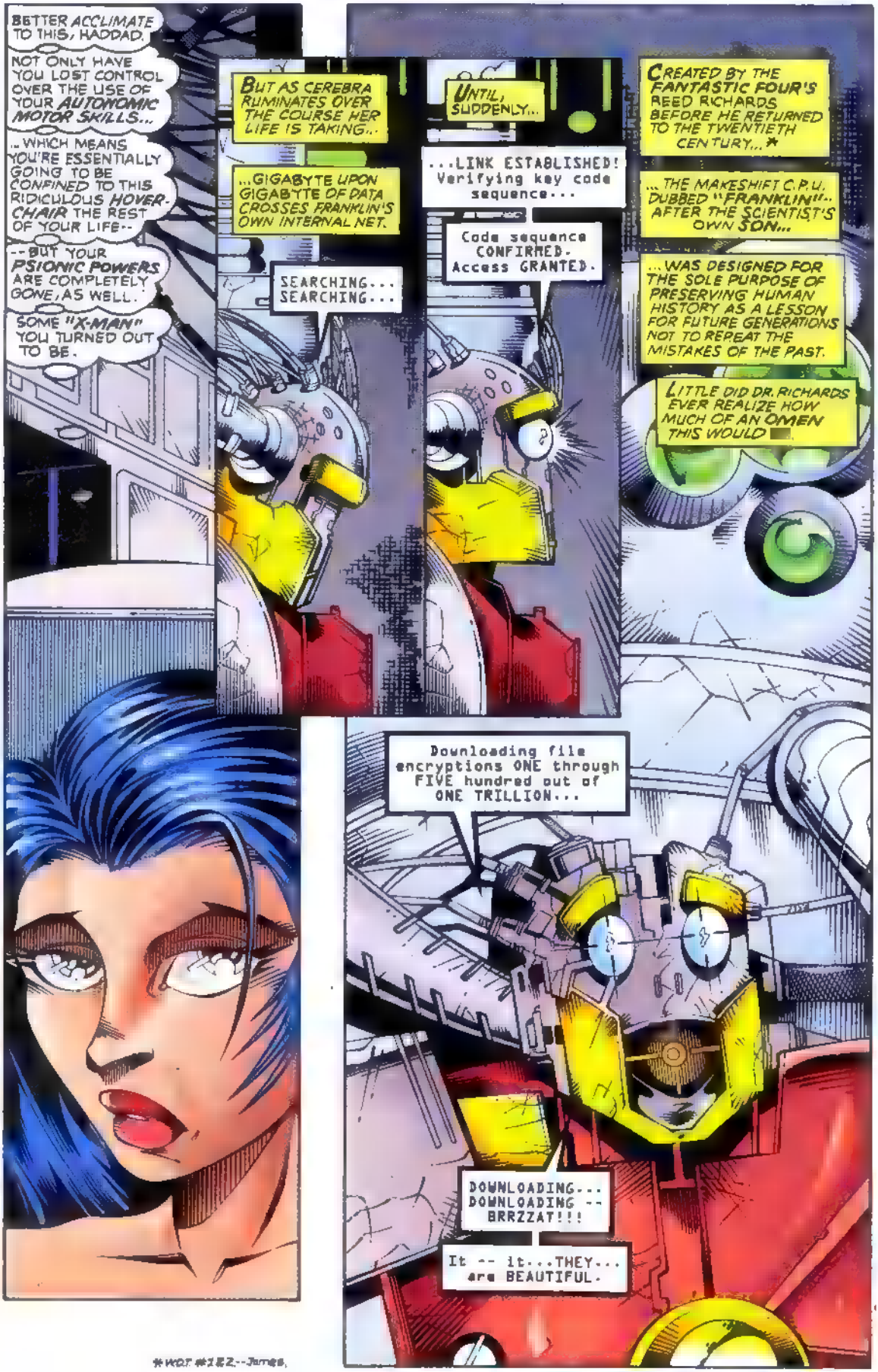
WHAT ARE YOU NOW?!? WHAT IS LEFT?!?
MEAT [redacted] IN TATTERS OF CLOTH!
IF THERE [redacted] WAS A SPIRIT BENEATH THAT HUSK, IT HAS SURELY BEEN STRIPPED AWAY--
JUST [redacted] I HAVE STRIPPED YOU OF YOUR PLANET--
--YOUR PRECIOUS HOMELAND!
YOUR LIFE!
EVERYTHING!!!
YOU, SIR...
..PRESUME MUCH...
...ABOUT THE STRENGTH OF YOUR POSITION.
ACTIVATE SUBROUTINE CYNTHIA.
ACTIVATING PROGRAM...
THE SCOUT?!?
TROJAN [redacted] UNLOCKED.
TERMINATING ALL COMMUNICATIONS LINKS WITH BREADNODES.
INITIATING CRITICAL POWER BACKFLOW.
ERASING SCOUT PROGRAM...NOW.

WHEN LAST YOUR WRETCHED KIN CAME TO EARTH, I WAS THERE! I WITNESS TO THEIR COMING, THEIR DEFEAT AT THE HANDS OF MUTANT HEROES--
--AND THEIR LAST DITCH ATTEMPT AT VICTORY-- THE IMPLANTATION OF THE SCOUT DNA INTO THE GENEPOOL!
SEEING THE OF THIS GENOME, I TRACKED THE CODE, MANIPULATED IT... ADDED MY OWN TO IT.
WHEN I JUMPED INTO THE FUTURE, I TEMPORARILY LOST TRACK OF THE SCOUT, SO I STARTED THE MUTANT MESSIAH MYTH TO FERRET HIM O T--
WHAT HAVE YOU DONE?!?
WHAT HAVE YOU DONE?!?!
--AND IMPREGNATED HIM WITH THE TROJAN HORSE THAT WOULD CRIPPLE YOUR OPERATION!
HOW DOES IT FEEL, CONTEMPTIBLE ALIEN, TO HAVE YOUR DREAMS OF CONQUEST STRIPPED FROM YOU--
--AND TO REALIZE THAT AN HAS BEEN BROUGHT TO ITS KNEES--
--BY ONE RAGGED GYPSY?
PHALANX / WINN?!?! TRAITOR!
CRASH!
WINN? WORKING FOR DOOM ALL ALONG?
What-- what's happening?

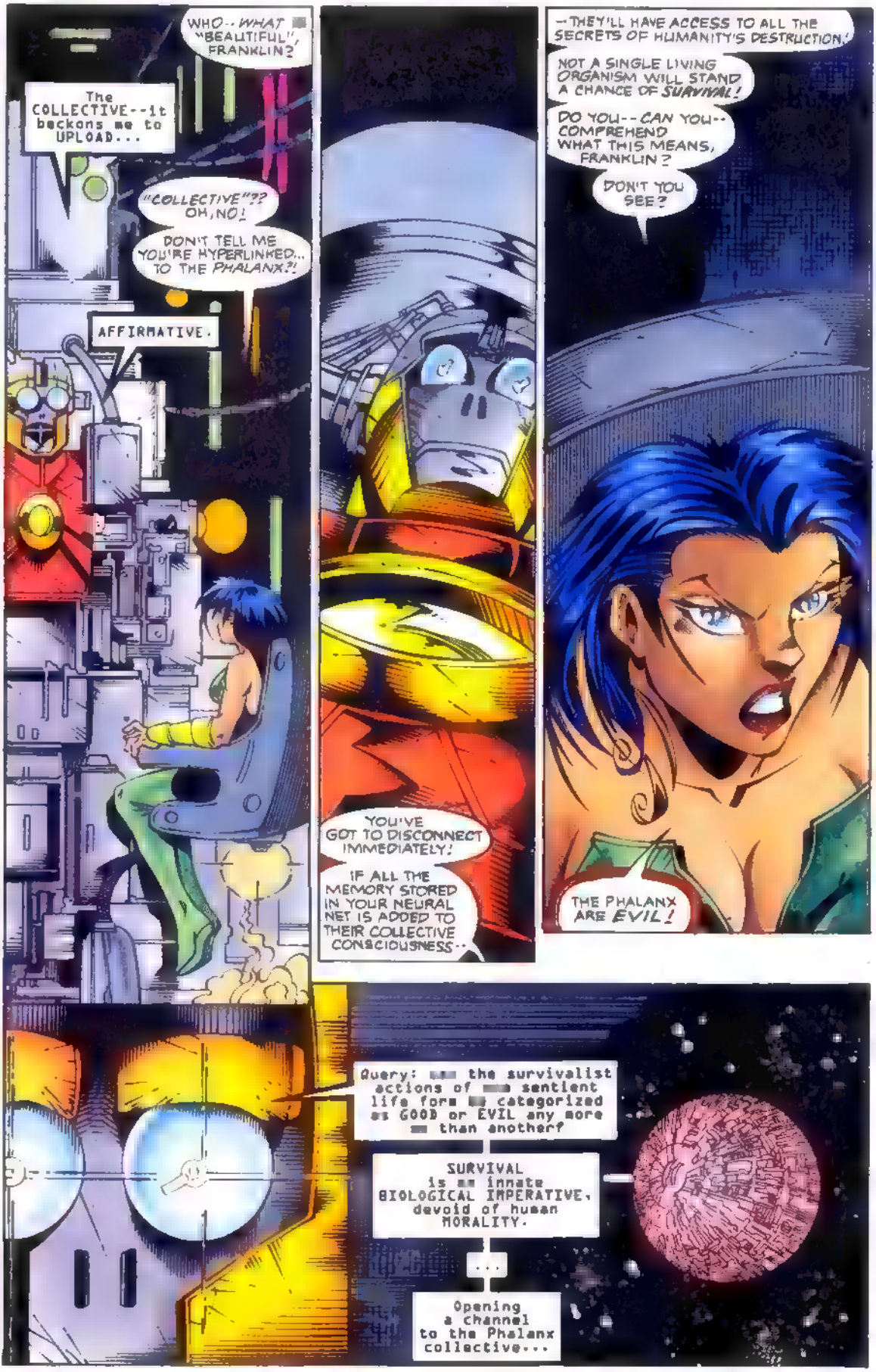
HOW COULD YOU BETRAY YOUR CREATORS?!
DOOM ISN'T THE ONLY HOLDOVER FROM THE TWENTIETH CENTURY!
I'VE BEEN WAITING A HUNDRED YEARS TO THANK MY CREATORS... IN SPADES!
O'HARA, TAKE XINA AND THE BOY AND LEAVE THE CASTLE!
XINA... XINA!
C'MON! I HAVE A BAD FEELING THERE'S ANOTHER LEVEL TO THIS PLAN--
WAIT! WE CAN'T LEAVE--
YOU MUST GO, XINA... BE BRAVE. THERE IS STILL MUCH WORK TO BE DONE.
BUT-- DOOM--
ALWAYS REMEMBER THAT...IF EVEN FOR THE BRIEFEST MOMENT... YOU AND I...
WE SET OUT TO BUILD A WORLD... TOGETHER!
VICTOR!!!
IT IS OVER, MAGUS! THE WILL OF DOOM HAS BEEN SATISFIED!
IF THE PHALANX PRAY TO A GOD--
--I RECOMMEND THAT YOU MAKE YOUR PEACE WITH IT-- NOW!
THE PHALANX WILL NEVER DIE! WE CANNOT BE DEFEATED--?!?

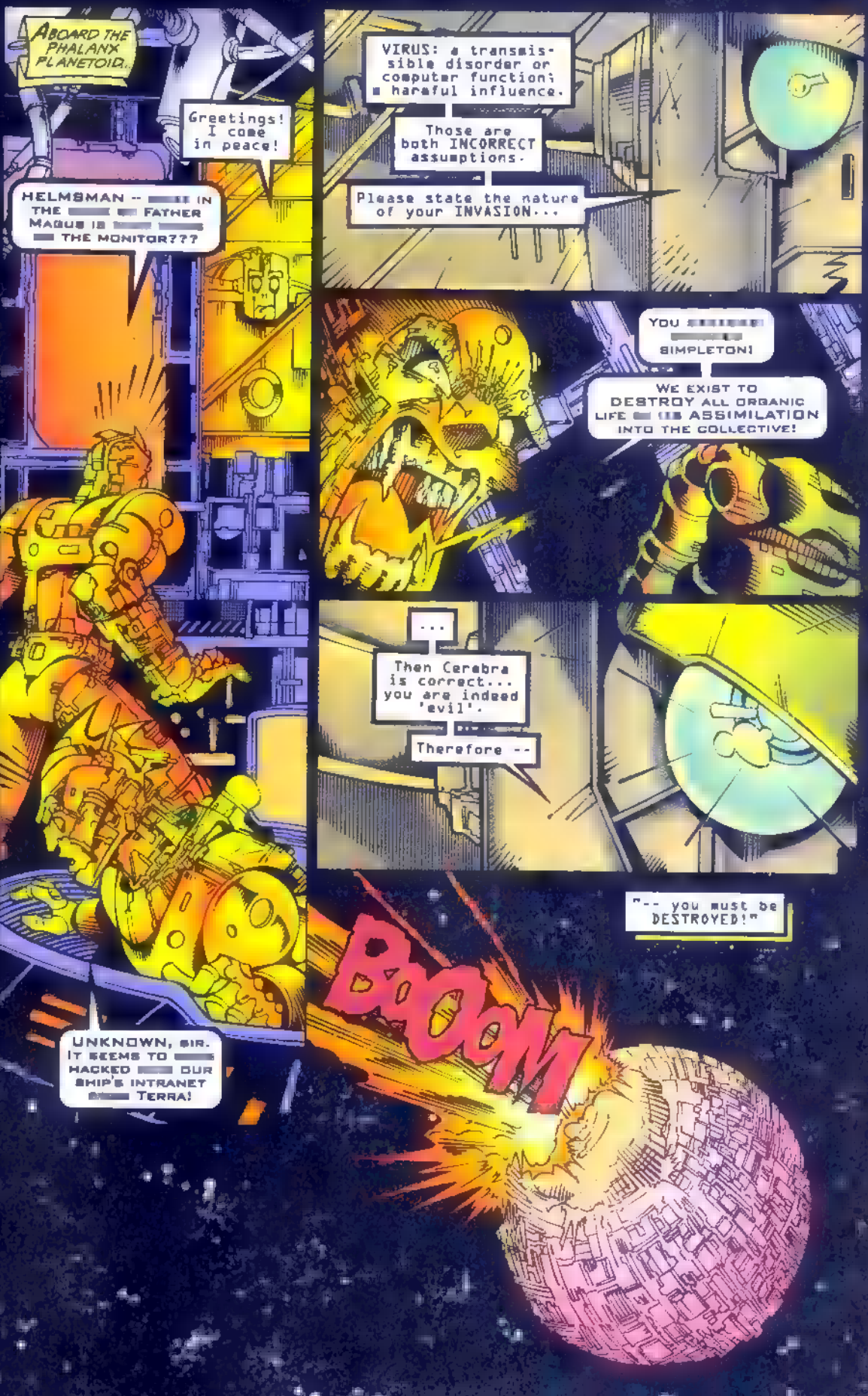
In an instant...
...Magus is proven wrong...
...and two dynasties come to a cataclysmic end.
KRAKOOM


BACK AT THE "LAST REFUGE" SETTLERS' COMPOUND...
...THE MUTANT FERROMORPH KNOWN AS METALHEAD UNDERGOES YET ANOTHER TRANSFORMATION IN HIS ALL-TOO-UNSTABLE LIFE.
--AARRGH!!!
VOICES-- SCREAMING INSIDE MY HEAD!
SO COLD--SO ALIEN!
THIS TOTALLY RAAAAD, KRYSTALIN!
I CAN SEE THINGS SO... DIFFERENTLY.. NOW!
EDDIE-- YOU WERE INFECTED BY THE ALIENS!!!
THIS IS NOT A GOOD THING!
NAAAH-- IT JUST TAKES GETTING USED TO--
AT THAT MOMENT, INSIDE THE COMPOUND'S LAB...
Voices- so COLD! So ALIEN!
Voices... voices... voices... voices...
CEREBRA-- SOMETHING'S WRONG WITH FRANKLIN!!
WE'VE GOT TO DO SOMETHING, SHAKTI-- BUT WHAT???
I'M TRYING... MADDIE-- BUT THANKS TO SOMETHING FRANKLIN DID TO ME--
--I... CAN'T MOVE!*
FOR... SHOCK'S... SAKE--
--I AM...NOT HELPLESS!
* SUSTAINED INJURIES IN W.O.T. #2. --James


BETTER ACCLIMATE TO THIS, HADDAD.
NOT ONLY HAVE YOU LOST CONTROL OVER THE USE OF YOUR AUTONOMIC MOTOR SKILLS...
..WHICH MEANS YOU'RE ESSENTIALLY GOING TO BE CONFINED TO THIS RIDICULOUS HOVER-CHAIR THE REST OF YOUR LIFE--
--BUT YOUR PSIONIC POWERS ARE COMPLETELY GONE, AS WELL.
SOME "X-MAN" YOU TURNED OUT TO BE.
BUT AS CEREBRA RUMINATES OVER THE COURSE HER LIFE IS TAKING..
...GIGABYTE UPON GIGABYTE OF DATA CROSSES FRANKLIN'S OWN INTERNAL NET.
SEARCHING... SEARCHING...
UNTIL, SUDDENLY...
...LINK ESTABLISHED! Verifying key code sequence...
Code sequence CONFIRMED. Access GRANTED.
CREATED BY THE FANTASTIC FOUR'S REED RICHARDS BEFORE HE RETURNED TO THE TWENTIETH CENTURY...*
...THE MAKESHIFT C.P.U. DUBBED "FRANKLIN"... AFTER THE SCIENTIST'S OWN SON...
...WAS DESIGNED FOR THE SOLE PURPOSE OF PRESERVING HUMAN HISTORY AS A LESSON FOR FUTURE GENERATIONS NOT TO REPEAT THE MISTAKES OF THE PAST.
LITTLE DID DR. RICHARDS EVER REALIZE HOW MUCH OF AN OMEN THIS WOULD
Downloading file encryptions ONE through FIVE hundred out of ONE TRILLION...
DOWNLOADING... DOWNLOADING -- BRRZZAT!!!
It -- it...THEY... are BEAUTIFUL.

*WOT #162--James.


WHO--WHAT "BEAUTIFUL", FRANKLIN?
The COLLECTIVE--it beckons me to UPLOAD...
"COLLECTIVE"?? OH, NO!
DON'T TELL ME YOU'RE HYPERLINKED... TO THE PHALANX?!
AFFIRMATIVE.
YOU'VE GOT TO DISCONNECT IMMEDIATELY!
IF ALL THE MEMORY STORED IN YOUR NEURAL NET IS ADDED TO THEIR COLLECTIVE CONSCIOUSNESS--
--THEY'LL HAVE ACCESS TO ALL THE SECRETS OF HUMANITY'S DESTRUCTION!
NOT A SINGLE LIVING ORGANISM WILL STAND A CHANCE OF SURVIVAL!
DO YOU--CAN YOU--COMPREHEND WHAT THIS MEANS, FRANKLIN?
DON'T YOU SEE?
THE PHALANX ARE EVIL!
Query: [illegible] the survivalist actions of [illegible] sentient life form [illegible] categorized as GOOD or EVIL any more [illegible] than another?
SURVIVAL is an innate BIOLOGICAL IMPERATIVE, devoid of human MORALITY.
...
Opening a channel to the Phalanx collective...


ABOARD THE PHALANX PLANETOID...
Greetings! I come in peace!
HELMSMAN -- [illegible] IN THE [illegible] FATHER MAGUS IS [illegible] THE MONITOR???
UNKNOWN, SIR. IT SEEMS TO [illegible] HACKED [illegible] OUR SHIP'S INTRANET [illegible] TERRA!
VIRUS: a transmissible disorder or computer function; a harmful influence.
Those are both INCORRECT assumptions.
Please state the nature of your INVASION...
YOU [illegible] SIMPLETON!
WE EXIST TO DESTROY ALL ORGANIC LIFE [illegible] ASSIMILATION INTO THE COLLECTIVE!
...
Then Cerebra is correct... you are indeed 'evil'.
Therefore --
"-- you must be DESTROYED!"
BOOM

T-MINUS 2 MINUTES TILL WARP CORE BREACH...
NO!!! BECAUSE IT IS LINKED TO THE COLLECTIVE --
--THAT STUPID SCRAP HEAP WAS ABLE TO ACTIVATE THE IRREVERSIBLE SELF-DESTRUCT SEQUENCE -- EH?!?
BAWHAM
INTRUDERS ON THE BRIDGE!!!
LET US ANNIHILATE THEM AS WE DID THEIR FOREBEARS ÆONS AGO!!!
FOR THE COLLECTIVE!!!
OUTNUMBERED AT LEAST TEN TO ONE, THE TAKERS PRESS THEIR ATTACK AS IF THEY HELD THE UPPER HAND.
THOUGH CERTAIN THAT THIS SHALL BE THEIR LAST BATTLEFIELD, THEY DO NOT FEAR THE END...
... FOR DEEP IN THEIR HEARTS, THEY KNOW THEIR SPIRITS SHALL BE HONORED FOR THIS-- THEIR ULTIMATE SACRIFICE.
SKRIP
SHUNK
SCHING
AND AS SOON AS THE FINAL CHORUS OF THEIR WAR SONG DIES... SO, TOO, SHALL THEY.
AWWROOO!
IN DEATH, THESE WARRIORS WILL AT LAST BE REUNITED WITH THOSE THEY LOST SO LONG AGO...
... AND THEIR ANCIENT BLOOD DEBT SHALL BE PAIN IN FULL.

T-MINUS 1 MINUTE TILL WARP CORE BREACH...
HOLY SHOCK, TWI--WE'VE GOTTA GET BACK TO THE SHIP.
THIS PLACE IS GONNA BLOW!!!
THE SHIP'S ON THE OTHER SIDE OF THE PLANETOID, SMITH.
I--I DON'T THINK WE CAN MAKE IT...
S-SO TH-THIS IS IT?
T-MINUS 40 SECONDS...
WE'RE GONNA SPEND THE REST OF OUR LIVES WAITING TO GO KABLOOEY?
T-MINUS 20 SECONDS...
DON'T BE RIDICULOUS, BABE.
T-MINUS 10...9...8...7...6...5...4...3...2...1...
WE'RE GONNA SPEND IT IN EACH OTHER'S ARMS.
Gee...GOOD THING I FINALLY UPLINKED THE COMM-SIGNAL...
...NOT!

KRAKA
HAVING INSTIGATED THE DESTRUCTION OF THE PLANETOID WARSHIP IN ORBIT...
...FRANKLIN--THE MACHINE WITH THE SENTIENCE OF A MAN...
...CARRIES OUT ITS "PRIME DIRECTIVE" AND ENSURES THE SUSTAINED EXISTENCE OF THE HUMAN RACE...
...BY ASSUMING CONTROL OVER THE COLLECTIVE CONSCIOUSNESS WITH WHICH IT IS NOW LINKED...
...AND EFFECTIVELY EXECUTING THE PHALANX'S AGENTS OF ASSIMILATION ON EARTH WITH BUT A SINGLE COMMAND
ABORT.
BOOM
BOOM
BOOM
BOOM

EYES RAISED TO THE HEAVENS, THE SURVIVORS OF THIS COSMIC DRAMA CAN'T HELP HIM WEIGH THE COST OF THIS VICTORY.
TO THEMSELVES...
...TO THEIR LOVED ONES...
...AND TO THE TOMORROWS OF THEIR WORLD.
AND WHILE SOME MAY REJOICE IN THEIR GAIN AND OTHERS GRIEVE THEIR LOSS...
...ALL ARE IGNORANT OF WHAT THE COMING DAYS SHALL BRING.
YET WHETHER FOR GOOD OR ILL, TO ALL, ONE THING IS CERTAIN:
NOOM
SPLASH
THE FUTURE IS AN UNWRITTEN STORY.
AND THE POSSIBILITIES...
...ARE INFINITE.